

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

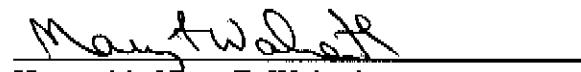
In re )  
 ) Chapter 11  
PHYLOS, INC., )  
 ) Case No. 03-11303 (MFW)  
Debtor. )  
 ) Related to Docket No. 411

**ORDER**

Upon consideration of the Settlement Stipulation Respecting (I) Ledgemont  
Realty Trust Motion for Allowance of Administrative Expense, (II) Complaint for (A)  
Revocation of Confirmation Order Pursuant to 11 U.S.C. §1144, (B) Appointment of a  
Chapter 11 Trustee, (C) Breach of Fiduciary Duty, and (D) Other Related Relief, and (III)  
Related Matters Pending Before this Court (the "Settlement Stipulation") and the  
Certification of Counsel filed in connection therewith, it is hereby

ORDERED that the Settlement Stipulation is APPROVED.

Dated: 12/21/04  
Wilmington, Delaware

  
Honorable Mary F. Walrath  
United States Bankruptcy Judge